

<b>UNITED STATES BANKRUPTCY COURT DISTRICT OF NEW JERSEY</b>
Caption in Compliance with D. N.J. LBR 9004-2(c)
<b>GOODWIN PROCTER LLP</b> Howard S. Steel, Esq. ( <i>pro hac vice</i> pending) Meghan K. Spillane, Esq. ( <i>pro hac vice</i> pending) Meredith Mitnick, Esq. (NJ Bar No. 337002020) The New York Times Building 620 Eighth Avenue New York, NY 10018 212-813-8800 hsteel@goodwinlaw.com mspillane@goodwinlaw.com mmitnick@goodwinlaw.com <i>Counsel to Deserve, Inc.</i>
In re  BlockFi, Inc., et al., <sup>1</sup>  Debtors.

Case No. 22-19361

Chapter 11

(Jointly Administered)

**APPLICATION FOR AN ORDER FOR ADMISSION *PRO HAC VICE*  
OF HOWARD S. STEEL, ESQ.**

Pursuant to Rule 101.1 of the Local Civil Rules for the United States District Court for the District of New Jersey and Rule 9010-1 of the Local Rules of the United States Bankruptcy Court, District of New Jersey, the undersigned counsel hereby seeks entry of an order granting the admission *pro hac vice* of Howard S. Steel, Esq. of the law firm of Goodwin Procter LLP, to represent Deserve, Inc. in the above-captioned chapter 11 case. In support of this application, counsel submits the attached Certification of Howard S. Steel, Esq., annexed hereto as **Exhibit**

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<sup>1</sup> The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number, are: BlockFi Inc. (0015); BlockFi Trading LLC (2487); BlockFi Lending LLC (5017); BlockFi Wallet LLC (3231); BlockFi Ventures LLC (9937); BlockFi International Ltd. (N/A); BlockFi Investment Products LLC (2422); BlockFi Services, Inc. (5965); and BlockFi Lending II LLC (0154). The location of the Debtors' service address is 201 Montgomery Street, Suite 263, Jersey City, NJ 07302.

A, and requests that the proposed form of order submitted herewith be entered. Counsel certifies that she is admitted, practicing, and a member in good standing with the Bar of the State of New Jersey.

WHEREFORE, it is respectfully requested that the Court grant the Creditor's Application pursuant to D.N.J. LBR 9010-1 and L. Civ. R. 101.1(c), to admit counsel *pro hac vice* in the above captioned matters.

Date: October 6, 2023

/s/ Meredith L. Mitnick  
Meredith L. Mitnick (NJ Bar No. 337002020)  
GOODWIN PROCTER LLP  
The New York Times Building  
620 Eighth Avenue  
New York, New York 10018  
Telephone: (917) 229-7571  
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Email: mmitnick@goodwinlaw.com

**Exhibit A**

<b>UNITED STATES BANKRUPTCY COURT DISTRICT OF NEW JERSEY</b>
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<b>GOODWIN PROCTER LLP</b> Howard S. Steel, Esq. ( <i>pro hac vice</i> pending) Meghan K. Spillane, Esq. ( <i>pro hac vice</i> pending) Meredith Mitnick, Esq. (NJ Bar No. 337002020) The New York Times Building 620 Eighth Avenue New York, NY 10018 212-813-8800 hsteel@goodwinlaw.com mspillane@goodwinlaw.com mmitnick@goodwinlaw.com <i>Counsel to Deserve, Inc.</i>
In re  BlockFi, Inc., et al., <sup>1</sup>  Debtors.

Case No. 22-19361 (MBK)

Chapter 11

(Jointly Administered)

**CERTIFICATION OF HOWARD S. STEEL, ESQ. IN SUPPORT OF  
APPLICATION FOR PRO HAC VICE ADMISSION**

I, Howard S. Steel, hereby certify as follows:

1. I am a Partner with the law firm of Goodwin Procter LLP, proposed counsel to Deserve, Inc. My office is located at 620 Eighth Avenue, New York, New York 10018. I make this Certification in support of my application to appear in this case *pro hac vice* pursuant to Local Bankruptcy Rule 9010-1.

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2. I was admitted to practice law in the State of New York in 2005. I am admitted to practice before the following courts:
  - *United States Court of Appeals for the Second Circuit*
  - *United States District Court for the Southern District of New York*
  - *United States District Court for the Eastern District of New York*
  - *United States District Court for the Southern District of Texas*
  - *United States Bankruptcy Court for the Southern District of Texas*
  - *United States District Court for the Eastern District of Michigan*
3. I am a member in good standing of the Bar in each of the jurisdictions in which I am admitted to practice.
4. No disciplinary proceedings are pending against me in any jurisdiction. I have never been suspended or disbarred from the practice of law.
5. I have obtained a copy of the Local Bankruptcy Rules and am generally familiar with such Rules. I will comply with all court and ethical rules governing the practice of law before this court.
6. I further agree to pay all fees to the Clerk of the United States District Court for the District of New Jersey and the Lawyer's Fund for Client Protection as provided in Rule 101.1 of the Local Rules of the United States District Court for the District of New Jersey.

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information and belief.

Dated: October 6, 2023

/s/ Howard S. Steel  
HOWARD S. STEEL

Goodwin Procter LLP  
The New York Times Building  
620 Eighth Avenue  
New York, NY 10018  
Email: [hsteel@goodwinlaw.com](mailto:hsteel@goodwinlaw.com)  
*Counsel to Deserve, Inc.*

<b>UNITED STATES BANKRUPTCY COURT DISTRICT OF NEW JERSEY</b>
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<b>GOODWIN PROCTER LLP</b> Howard S. Steel, Esq. ( <i>pro hac vice</i> pending) Meghan K. Spillane, Esq. ( <i>pro hac vice</i> pending) Meredith Mitnick, Esq. (NJ Bar No. 337002020) The New York Times Building 620 Eighth Avenue New York, NY 10018 212-813-8800 hsteel@goodwinlaw.com mspillane@goodwinlaw.com mmitnick@goodwinlaw.com <i>Counsel to Deserve, Inc.</i>
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Case No. 22-19361 (MBK)

Chapter 11

(Jointly Administered)

**ORDER FOR ADMISSION OF PRO HAC VICE**

The relief set forth on the following page is hereby ORDERED.

Debtors: BLOCKFI, INC., et al.  
Case No. 22-19361 (MBK)  
Caption of Order: ORDER GRANTING PRO HAC VICE ADMISSION FOR HOWARD  
S. STEEL, ESQ.

This matter having been brought before the Court on application for an Order for  
Admission Pro Hac Vice; and the Court having reviewed the moving papers of the applicant,

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outof-state attorney, and considered this matter pursuant to Fed. R. Civ. Proc. 78, D.N.J. L.Civ.R. 101.1 and D.N.J. LBR 9010-1, and good cause having been shown; it is

ORDERED that Howard S. Steel, Esq. be permitted to appear pro hac vice; provided that pursuant to D.N.J. L.Civ.R. 101.1(c)(4), an appearance as counsel of record shall be filed promptly by a member of the bar of this Court upon whom all notices, orders and pleadings may be served, and who shall promptly notify the out-of-state attorney of their receipt. Only an attorney at law of this Court may file papers, enter appearances for parties, sign stipulations, or sign and receive payments on judgments, decrees or orders; and it is further

ORDERED that the applicant shall arrange with the New Jersey Lawyers' Fund for Client Protection for payment of the annual fee, for this year and for any year in which the out-of-state attorney continues to represent a client in a matter pending in this Court in accordance with New Jersey Court Rule 1:28-2 and D.N.J. L.Civ.R. 101.1, said fee to be deposited within twenty (20) days of the date of the entry of this Order; and it is further

ORDERED that the \$150.00 fee required by D.N.J. L. Civ. R. 101(c)(3) for pro hac vice admission to the District Court for the District of New Jersey shall also be payable within twenty (20) days of entry of this Order. Payment in the form of a check must be payable to "Clerk, USDC" and forwarded to the Clerk of the United States District Court for the District of New Jersey at the following address:

United States District Court  
District of New Jersey  
Martin Luther King, Jr. Federal Building  
50 Walnut Street  
Newark, NJ 07102  
*Attention: Pro Hac Vice Admissions*

and it is further ORDERED that the applicant shall be bound by the Local Rules of the



United State District Court for the District of New Jersey and the Local Rules of Bankruptcy

Procedure for the District of New Jersey; and it is further

**ORDERED** that the Clerk shall forward a copy of this order to the Treasurer of New Jersey Lawyers' Fund for Client Protection within 5 days of its date of entry.